

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	*	
	*	CASE NO. 17-31646
MONTCO OFFSHORE, INC., et al.,	*	
	*	Chapter 11
DEBTORS.	*	
	*	(Jointly Administered)
	*	

**ALLIANCE ENERGY SERVICES, LLC'S AND ALLIANCE OFFSHORE, LLC'S
WITNESS LIST AND EXHIBIT LIST**

[Related to Docs. 637]

Alliance Energy Services, LLC and Alliance Offshore, LLC (collectively, "Alliance") submit the following witness list and exhibit list for the hearing scheduled on **Monday, December 3, 2017 at 3:00 p.m.** in the above captioned bankruptcy case before the Honorable Marvin Isgur, United States Bankruptcy Judge for the Southern District of Texas, Houston Division, Courtroom 404, 515 Rusk Avenue, Houston, Texas 77002 on Debtors' *Emergency Motion of Debtor Montco Offshore, Inc. for an Order (I) Approving (A) Bidding Procedures Governing Submission and Consideration of Competing Transactions, (B) Bid Protections, (C) Form and Manner of Notice of Sale Transaction and Sale Hearing, and (D) Assumption and Assignment Procedures for any Transferred Contracts; (II) (A) Scheduling and Authorizing Debtor to Conduct an Auction Pursuant to the Bidding Procedures, and (B) Authorizing Debtor to Enter into the Purchase Agreement to Implement the Bidding Protections; (III) Authorizing (A) the Sale of the Purchased Assets Free and Clear of All Liens, Claim, Encumbrances, and Other Interests, and (B) the Assumption and Assignment of Any Transferred Contracts, and (IV) Granting Related Relief.*

ALLIANCE’S WITNESS LIST

1. Eric Trosclair;
2. Chris Winger;
3. Steve Williams;
4. Derek Boudreaux;
5. Lee Orgeron;
6. Michael Boone;
7. Any designated corporate representative(s) of Debtors, Montco Offshore, Inc. (“MOI”) or Montco Oilfield Contractors, LLC (“MOC”);
8. Any witness listed, identified, offered, or called by any other party; and
9. Any witness required for rebuttal or impeachment

ALLIANCE’S EXHIBIT LIST

Ex. #	Description	Offered	Objection	Admitted/ Not Admitted	Disposition
1.	Order (I) Approving Term Sheet with Seacor Liftboat Holdings, LLC in Connection with Proposed Transaction to Act as Sponsor of Debtor Montco Offshore, Inc.’s Plan of Reorganization; (II) Approving Bidding Procedures Governing Submission and Consideration of Competing Plan Sponsorship Proposals; (III) Approving Break-Up Fee; (IV) Scheduling and Authorizing Debtor Montco Offshore, Inc. to Conduct an Auction Pursuant to Such Procedures; (V) Approving the Form and Manner of Notice Thereof and (VI) Granting Related Relief [Doc. 394]				
2.	Term Sheet: Summary of Principal Terms of Formation of Falcon Global Holdings, LLC [Doc. 302-2];				
3.	Interim Order (I) Authorizing Debtors to Obtain Post-Petition Superpriority Financing from JPMorgan Chase Bank,				

	N.A., (II) Authorizing Use of Cash Collateral, (III) Granting Adequate Protection, (IV) Scheduling a Final Hearing, and (V) Granting Certain Related Relief [Doc. 68]				
4.	Second Interim Order (I) Authorizing Debtors to Obtain Post-Petition Superpriority Financing from JPMorgan Chase Bank, N.A., (II) Authorizing Use of Cash Collateral, (III) Granting Adequate Protection, (IV) Scheduling a Final Hearing, and (V) Granting Certain Related Relief [Doc. 142]				
5.	Interim Order (I) Authorizing Debtors to Obtain Post-Petition Secured Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Adequate Protection, (IV) Scheduling A Final Hearing, and (V) Granting Certain Related Relief [Doc. 188]				
6.	Final Order (I) Authorizing Debtors to Obtain Post-Petition Superpriority Secured Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Adequate Protection, and (IV) Granting Certain Related Relief [Doc. 256]				
7.	Alliance Offshore, LLC's Proof of Claim: MOI, with exhibits [Claim 154]				
8.	Alliance Offshore, LLC's Proof of Claim: MOC, with exhibits [Claim 155]				
9.	Alliance Energy Services, LLC's Proof of Claim: MOI, with exhibits [Claim 156]				
10.	Alliance Energy Services, LLC's Proof of Claim: MOC, with exhibits [Claim 157]				
11.	Oct. 19, 2017 Email Re: Montco Bankruptcy – Alliance's Discovery Requests to Debtors				
12.	Oct. 27, 2017 Email Re: Montco – Debtors' Responses to Alliance's Discovery Requests				
13.	Oct. 28th Email Re: Non Disclosure Agreement				

14.	Oct. 28, 2017 Email Re: Data Room Access Granted – Houlihan Lokey – Project Blue				
15.	Nov. 6, 2017 Email Re: Data Room Access Granted – Houlihan Lokey – Project Blue				
16.	Joint Venture Contribution and Formation Agreement by and between Seacor LB Holdings LLC and Montco Offshore, Inc. dated August 10, 2017				
17.	Global Notes, Methodology, and Specific Disclosures Regarding the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs (MOI Schedules) [Doc. 157]				
18.	Global Notes, Methodology, and Specific Disclosures Regarding the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs (MOC Schedules) [Doc. 158]				
19.	January 6, 2017 Appraisal of the L/B Paul				
20.	January 20, 2017 Appraisal of the L/B Robert				
21.	January 22, 2017 Appraisals of the L/Bs Jill, Kayd, Myrtle, and Caitlin				
25.	Joint Venture Term Sheet—Milbank Draft April 12, 2017				
26.	Joint Venture Term Sheet—DLA Draft May 9, 2017				
27.	Joint Venture Term Sheet—Milbank Draft May 11, 2017				
28.	Black Elk Contract				
29.	Joint Venture Term Sheet (Execution Version)				
30.	Project Blue Summary Spreadsheets				
31.	Montco-Working Estimates Spreadsheets [BHP_0006040]				
32.	Montco Overbid Calculation Option Value 2017.07.12 1130				
33.	Montco P/L Statement 2016 [BHP_0005185]				
34.	February 24, 2017 Email [BHP_0005487-0005489]				
35.	UCC Request List #10 – Executive & Director Salary [BHP_0002713]				

36.	Montco Offshore Vessel Value [BHP_0001287]				
37.	Orgeron Promissory Note [BHP_0001047]				
38.	Consolidated Financial Statements and Supplementary Information dated December 31, 2015 [BHP_0000990-0001016]				
39.	Blackhill Partners Presentation to Montco Offshore Bank Syndicate dated May 31, 2017 [BHP_0000266-0000287]				
40.	Blackhill's Project Blue Executive Summary – Spring 2017 [BHP_0000128]				
41.	Emergency Motion of Debtor Montco Offshore, Inc. for an Order (I) Approving (A) Bidding Procedures Governing Submission and Consideration of Competing Transactions, (B) Bid Protections, (C) Form and Manner of Notice of Sale Transaction and Sale Hearing, and (D) Assumption and Assignment Procedures for any Transferred Contracts; (II) (A) Scheduling and Authorizing Debtor to Conduct an Auction Pursuant to the Bidding Procedures, and (B) Authorizing Debtor to Enter into the Purchase Agreement to Implement the Bidding Protections; (III) Authorizing (A) the Sale of the Purchased Assets Free and Clear of All Liens, Claim, Encumbrances, and Other Interests, and (B) the Assumption and Assignment of Any Transferred Contracts, and (IV) Granting Related Relief [Doc. 637] with exhibits including Doc. 645				
42.	Nov. 30, 2017 Email Re: Montco – Non-Disclosure Agreement				
43.	Alliance's Second Request for Production of Documents and Second Set of Interrogatories				

Alliance reserves the right to modify, amend, or supplement this Witness List and Exhibit List at any time prior to the December 4, 2017 hearing. Alliance also reserves the right to ask the Court to take judicial notice of the pleadings, transcripts, and/or documents filed in or in connection with the Bankruptcy Case, to offer rebuttal exhibits, and to offer demonstrative exhibits. Designation of any exhibit or witness above does not waive any objections Alliance may have to any exhibit listed or witness identified on any other party's witness list or exhibit list.

Dated: November 30, 2017.

Respectfully submitted,

**CARVER, DARDEN, KORETZKY, TESSIER
FINN, BLOSSMAN & AREAUX, L.L.C.**

/s/ David F. Waguespack

DAVID F. WAGUESPACK

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Admitted Pro Hac Vice [Doc. 85]

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*Attorneys for Alliance Energy Services, LLC
and Alliance Offshore, LLC*

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on November 30, 2017, a true and correct copy of this document was filed with the Court using the CM/ECF System, which provided electronic notice to all parties in the bankruptcy case requesting such notice.

/s/ Brandon T. Darden

BRANDON T. DARDEN